


REPORT TO CITY COUNCIL

DATE: JUNE 26, 2019

TO: HONORABLE MAYOR AND MEMBERS OF THE CITY COUNCIL

FROM: GREG RAMIREZ, CITY MANAGER 

BY: CHRISTY PINUELAS, DIRECTOR OF FINANCE *h7 for C.P.*

SUBJECT: APPROVE THE AMENDED AND RESTATED TAX-ADVANTAGED BONDS POST-ISSUANCE COMPLIANCE PROCEDURES AND THE AMENDED AND RESTATED MUNICIPAL SECURITIES POST-ISSUANCE DISCLOSURE POLICY AND ADOPT RESOLUTION NO. 19-1900 ADOPTING AN UPDATED LOCAL DEBT POLICY

In May, 2014, the City Council adopted a Financial Policy which requires that each financial policy be updated every three years, reviewed by the Finance Subcommittee, and considered by the City Council for final approval. After review by the Finance Subcommittee and City Council at the June 12, 2019, Budget Workshop, the Tax-Advantaged Bonds Post-Issuance Compliance Procedures, Municipal Securities Post-Issuance Disclosure Policy, and Local Debt Policy were recommended to be updated.

Staff reviewed all of the policies with Richards, Watson and Gershon, the City's attorney, and made recommendations to update the following policies:

Tax-Advantaged Bonds Post-Issuance Compliance Procedures – There are several clarifying updates that have been implemented.

Municipal Securities Post-Issuance Disclosure Policy – The recommended updates are primarily related to the 2018 Rule 15c2-12 amendments, and are found in Section E. There are a few additional conforming and/or clean up changes also recommended.

Local Debt Policy – updated Section H.3 and added Section J, to comply with SB1029. Additionally, the policy is recommended to be updated to increase retention of bond-related records for compliance with the law. Finally, an update is recommended to allow for flexibility for refunding.

Included in this packet are the amended policies for your review and recommendation.

RECOMMENDATION

Staff respectfully recommends the City Council approve the amended and restated Tax-Advantaged Bonds Post-Issuance Compliance Procedures and the amended and restated

Municipal Securities Post-issuance Disclosure Policy and adopt Resolution No. 19-1900, adopting an updated Local Debt Policy.

**Attachments: Amended and Restated Tax-Advantage Bonds Post-Issuance Compliance Procedures
2019-2020
Amended and Restated Municipal Securities Post-Issuance Disclosure Policy
City Council Resolution No. 19-1900**



**AMENDED AND RESTATED
TAX-ADVANTAGED BONDS POST-ISSUANCE COMPLIANCE
PROCEDURES
2019-2020**

PURPOSE

1. BACKGROUND AND TRAINING

Bonds that receive preferential tax treatment under federal law are commonly referred to by the Internal Revenue Service as "tax-advantaged bonds". These bonds are issued by, or on behalf of, state and local governments, such as the City of Agoura Hills (and its related public entities, such as the Agoura Hills Financing Authority). These bonds are subject to federal tax requirements, both at the time the bonds are issued and for as long as they remain outstanding. An issuer's (or other party's) failure to comply with any applicable federal tax requirement with respect to these bonds jeopardizes their preferential tax treatment.

While compliance with many federal tax requirements occurs at closing, other federal tax requirements require on-going monitoring after the issuance of the bonds. These requirements include filing a Form 8038 information return (8038-G for governmental tax-exempt bonds, 8038-GC for governmental tax-exempt bonds with an issue price of less than \$100,000, and 8038 for tax-exempt private activity bonds), and the issuer having reasonable expectations of on-going, post-issuance compliance.

Post-issuance federal tax requirements generally fall into two categories: (1) the use of proceeds and the use of bond-financed property; and (2) arbitrage yield restriction on investments and rebate. Use requirements require monitoring of the various direct and indirect uses of bond-financed property over the life of the bonds and calculations of the percentage of nonqualified uses. Arbitrage requirements also require monitoring over the life of the bonds to determine whether both the yield on investments acquired with bond proceeds are properly restricted and whether the City must file a Form 8038-T and pay a rebate or a yield reduction payment.

Post-issuance compliance procedures will help the City monitor compliance as long as the bonds remain outstanding and improve the City's ability to identify noncompliance and prevent violations from occurring, or timely correct identified violations, to ensure the continued tax-advantaged status of the bonds.

The designated officer or employee (described in Section 2.A, below), and anyone assigned particular responsibilities in connection with the procedures described below, must read the certificate regarding compliance with certain tax matters (commonly referred to as the "tax certificate") that is executed by the City (or a related public entity) in connection with each bond issue, for a more complete explanation of the matters described in these Procedures. In addition, the designated officer or employee and anyone assigned particular responsibilities, should discuss these matters with bond counsel.

2. GENERAL ADMINISTRATION

A. Responsible Officers or Employees. The City Manager will designate the officer (e.g., the Finance Director) who will be responsible for compliance with each of the procedures set forth below. The City Manager may designate other employees who will also be responsible for such compliance. The City Manager will notify the current holder of that office, or the employee, of the responsibilities and provide that person a copy of these Procedures and any necessary training. The holder of the office, or the employee, may in turn designate other officers or employees and assign to them particular responsibilities for certain of these Procedures. Qualified consultants may also assist in conducting the compliance procedures. The City Manager will be notified in writing of all such designations and assignments under this Section or under the following Section 2.B.

B. Reassignment of Responsibilities. Upon the transition of a designated officer or employee, the City Manager will advise the new officer or employee of the responsibilities under these procedures. If officer or employee positions are restructured or eliminated, the City Manager, or his or her designee, will reassign responsibilities, as necessary, to ensure that all of the procedures listed below have been appropriately assigned.

C. Periodic Reviews. The designated officer or employee will conduct periodic reviews of compliance with these procedures and with the terms of any existing tax certificate relating to outstanding tax-advantaged bonds to determine whether any violations have occurred. Such periodic reviews will occur at least once every six months. In the event that violations have occurred, bond counsel will be contacted immediately so that violations can be remedied through the remedial actions set forth in Section 1.141-12 of the Treasury Regulations, the Voluntary Closing Agreement Program described in IRS Notice 2008-31, or further guidance as may be provided by the IRS. Where necessary, violations will be reported to the IRS by submitting a VCAP request within 90 days after identification of the violation.

D. Changes or Modifications to Bond Terms. If any change or modification to the terms of tax-advantaged bonds is contemplated, the designated officer or employee will immediately contact bond counsel.

E. Recordkeeping. For each issue of tax-advantaged bonds, the designated officer or employee will:

(1) maintain a copy of the transcript of the documents relating to the bonds.

(2) maintain records of all facilities and other costs (e.g., issuance costs, credit enhancement fees, and capitalized interest) and uses (e.g., deposits to project funds and reserve funds) for which bond proceeds were spent or used (in the case of a qualified private activity bond, the City will assure that any conduit borrower will be responsible for providing the City with this information);

(3) maintain records of investments and expenditures of bond proceeds, rebate exception analyses, rebate calculations, Forms 8038-T, and rebate and yield reduction payments, and any other records relevant to compliance with arbitrage restrictions (in the case of a qualified private activity bond, the City will assure that the borrower will be responsible for providing the City with this information in the event it is not otherwise available to the City);

(4) maintain all records described in these Procedures while any bonds of the issue are outstanding and during the three-year period (or such longer period as applicable under the City's Local Debt Policy, as amended from time to time) following the final maturity or redemption of the bond issue or, if later, while any bonds that refund bonds of that original issue are outstanding and for the three-year period (or such longer period as applicable under the City's Local Debt Policy, as amended from time to time) following the final maturity or redemption date of the latest refunding bond issue; and

(5) maintain copies of all of the following contracts or arrangements with non-governmental persons or organizations, or with the federal government: (a) the sale of any bond-financed facility; (b) the lease of any bond-financed facility; (c) management or service contracts relating to a bond-financed facility; (d) research contracts involving research undertaken in a bond-financed facility; and (e) any other contracts involving "special legal entitlements" (such as naming rights or exclusive provider arrangements) with respect to a bond-financed facility.

3. IRS INFORMATION RETURN FILING

In cooperation with bond counsel, the designated officer or employee will ensure that the Form 8038-G (or other applicable Form 8038) is timely filed (on or

before the 15th day of the second calendar month after the end of the calendar quarter in which the bonds were issued) with respect to each tax-advantaged bond issue, including any required schedules and attachments.

4. INVESTMENT AND EXPENDITURE OF BOND PROCEEDS AND REBATE

A. Track Investments and Expenditures. The designated officer or employee will ensure the existence of an established accounting procedure for tracking the investment and the timely expenditures of bond proceeds, including investment earnings.

B. Reimbursement. Upon issuance of the bonds, the designated officer or employee will allocate bond proceeds to reimbursement of prior expenditures (assuming, if required, an appropriate declaration of intent to reimburse has been adopted). In the case of qualified private activity bonds, the designated officer or employee may rely on information provided by the conduit borrower.

C. Final Allocations. The designated officer or employee will ensure that a final allocation of bond proceeds (including investment earnings) to qualifying expenditures is made if bond proceeds are to be allocated to project expenditures on a basis other than "direct tracing" (direct tracing means treating the bond proceeds as spent, as shown in the accounting records for bond draws and project expenditures). This allocation must be made within 18 months after the later of the date the expenditure was made or the date the project was placed in service, but not later than the earlier of five years and 60 days after the issuance date of the bonds or 60 days after the bond issue is retired. In the case of qualified private activity bonds, the designated officer or employee may rely on information provided by the conduit borrower, which will be required to provide such information on a timely basis.

D. Timely Expenditure of Bond Proceeds. Mindful of the expectations regarding the timing of the expenditures of bond proceeds set forth in the tax certificate, the designated officer or employee will monitor expenditures of bond proceeds, including investment earnings, against issuance date expectations for satisfaction of three-year (or five-year) temporary period from yield restriction on investment of bond proceeds, and to assure that proceeds and investment earnings are allocated to expenditures for the public improvements or other qualified expenditures described in the tax certificate. In the case of qualified private activity bonds, the conduit borrower will be required to comply with this section.

E. Yield. The designated officer or employee will make note of the "yield" of the bond issue, as shown on the applicable Form 8038G, or other applicable Form 8038.

F. Temporary Periods and Yield Restriction. The designated officer or employee will review the tax certificate to determine the "temporary periods" for the bond issue, during which periods various categories of gross proceeds of the bond issue may be invested without restriction as to yield.

G. Investment of Proceeds and Yield Restriction. The designated officer or employee will ensure that bond proceeds are not invested in investments with a yield above the bond yield following the end of the applicable temporary period unless yield reduction payments are permitted to be made.

H. Bidding Requirements. If purchasing investments other than publicly-traded securities for immediate delivery (for example, a guaranteed investment contract or certificates of deposit), the designated officer or employee will consult with bond counsel as to whether the investments of bond proceeds satisfy IRS regulatory safe harbors for establishing fair market value (e.g., through the use of bidding procedures), and maintain records to demonstrate satisfaction of such safe harbors. In the case of qualified private activity bonds, the conduit borrower will be required to comply with this section.

I. Credit Enhancement and Hedging Transactions. The designated officer or employee will consult with bond counsel before engaging in credit enhancement or hedging transactions with respect to a bond issue. The designated officer or employee will maintain copies of all contracts and certificates relating to credit enhancement and hedging transactions.

J. Debt Service Fund. While bonds of an issue are outstanding, the designated officer or employee will ensure that the debt service fund meets the requirements of a "bona fide debt service fund," i.e., one used primarily to achieve a proper matching of revenues with debt service that is depleted at least once each bond year, except for a reasonable carryover amount not to exceed the greater of (i) the investment earnings on the fund for the immediately preceding bond year; or (ii) one-twelfth of the debt service on the bond issue for the immediately preceding bond year. To the extent that a debt service fund qualifies as a bona fide debt service fund for a given bond year, the investment of amounts held in that fund is not subject to yield restriction for that year and is generally not subject to rebate. The designated officer or employee will consult with bond counsel before creating separate additional funds that are expected to be used to pay debt service on the bonds. In the case of qualified private activity bonds, the City will assure that the conduit borrower is required to comply with this section.

K. Reserve Fund. The designated officer or employee will ensure that amounts invested without yield restriction in any reasonably required reserve fund do not exceed the least of (each determined at the time of issuance of the bonds): (i) ten percent of the stated principal amount of the bonds (or the sale proceeds of the bond issue if the bond issue has original issue discount or original issue

premium that exceeds two percent of the stated principal of the bond issue plus, in the case of premium, reasonable underwriter's compensation); (ii) maximum annual debt service on the bond issue; or (iii) 125 percent of average annual debt service on the bond issue. The designated officer or employee will consult with bond counsel before creating any separate additional funds or accounts that will secure or provide payments of debt service on the bonds.

L. **Gifts for Bond-Financed Projects.** Before beginning a campaign that may result in gifts that will be restricted for use relating to a bond-financed facility (or, in the absence of such a campaign, upon the receipt of such restricted gifts), the designated officer or employee will consult with bond counsel to determine whether replacement proceeds may result.

M. **Performance of Rebate Calculations.** Subject to the small-issuer exception and the exceptions described in the tax certificate, investment earnings on bond proceeds at a yield in excess of the bond yield generally must be rebated to the United States. The designated officer or employee will ensure that rebate calculations will be timely performed and payment of rebate amounts, if any, will be timely made. Rebate payments are generally due 60 days after the fifth anniversary of the issue date of the bond issue, then in succeeding installments every five years. The final rebate payment is due 60 days after retirement (or early redemption) of the last bond of the issue. In the case of qualified private-activity bonds, the City will assure that the conduit borrower is required to comply with this section.

N. **Rebate Consultant.** The designated officer or employee will engage the services of an experienced rebate consultant to undertake rebate calculations described above for each bond issue.

O. **Spending Exceptions.** If the six-month, 18-month, or 24-month spending exceptions from the rebate requirement apply to the bond issue, the designated officer or employee will ensure that the spending of bond proceeds is monitored prior to semi-annual spending dates for the applicable exception.

P. **Follow-up on Rebate.** After all bond proceeds have been spent, the designated officer or employee will ensure compliance with rebate requirements for any reserve fund and any debt service fund that is not exempt from the rebate requirement. In the case of qualified private activity bonds, the City will assure that the conduit borrower is required to comply with this section.

Q. **Filing of 8038-T.** The designated officer or employee will make rebate and yield reduction payments timely and file a Form 8038-T with each payment.

5. PRIVATE BUSINESS USE

A. **Private Business Use.** Use of bond proceeds or bond-financed property by a nongovernmental person (including the federal government) in furtherance of a trade or business activity is considered private business use. Any activity carried on by an entity (other than a governmental unit) is treated as a trade or business. Indirect uses of bond proceeds may also be considered private business use. For example, bond proceeds used to finance a facility are treated as used for a private business use if the facility is sold or leased to a nongovernmental entity. The designated officer or employee will analyze any private business use of bond-financed facilities and, for each issue of bonds, determine whether there is or may in the future be more than five percent private business use. If so, the designated officer or employee will immediately contact bond counsel to discuss the private business use limit, including whether the alternative ten percent limit is applicable.

B. **Management and Service Contracts.** Management or service contracts between governmental entities and nongovernmental persons (private parties) under which the nongovernmental person receives compensation or revenue for services provided with respect to a bond-financed facility may result in private business use. Before entering into any new management agreement or service agreement relating to bond-financed facilities, the designated officer or employee will immediately contact bond counsel to review any such agreement to determine whether it may result in private business use.

C. **Special Legal Entitlements.** Before entering into any agreement providing special legal entitlements relating to a bond-financing facility, such as naming rights or an exclusive provider agreement, the designated officer or employee will immediately contact bond counsel to review such agreement to determine whether it may result in private business use.

**Amended and Restated
Municipal Securities
Post-Issuance
Disclosure Policy
(effective as of June 26, 2019)**

**City of Agoura Hills,
California**

**30001 Ladyface Court
Agoura Hills, CA 91301**

A. Purpose

The City of Agoura Hills, California (the "City") is committed to providing timely and consistent dissemination of financial information in accordance with the continuing disclosure undertakings of the City and its related entities, entered into in furtherance of Securities and Exchange Commission ("SEC") Rule 15c2-12 (the "Rule" or "SEC Rule 15c2-12"). As used herein, the term "City" may include the City and/or its related entities, as the context may require.

This policy affirms the City's commitment to post-issuance disclosure. The goal is to establish and maintain guidelines for presenting related financial reports and events to interested third parties, financial institutions and the general public in compliance with the Rule and the City's continuing disclosure undertakings.

B. Scope

This policy covers all City employees and officials of the City. It covers disclosure documents filed with the Municipal Securities Rulemaking Board the "MSRB").

C. Responsibility of the Disclosure Working Group

The City has established a Disclosure Working Group ("DWG") consisting of the City's City Manager, Director of Finance, Finance Manager and Treasurer and others from the Finance Department as designated by the Director of Finance. Annually in connection with its continuing disclosure filings required by the continuing disclosure undertakings of the City and its related entities, the DWG will systematically review filings, reports and other public statements to determine whether any updating or correcting of information is appropriate. The DWG will review and recommend updates to the City Council, if necessary, to this disclosure policy. Finally, the DWG will react quickly to developments and events that affect the City and notify its dissemination agent, when appropriate.

The City's primary spokesperson related to the City's financial information, debt and financings, and other financial reports and events is the City's City Manager. Others within the City may, from time to time, be designated by the City Manager as spokespersons on behalf of the City and respond to specific inquiries. It is essential that the DWG be fully apprised of all material developments of the City in order to evaluate, discuss those events and determine the appropriateness and timing for release.

The City or its designated agent will provide continuing disclosure documents and related information to the MSRB's EMMA System <http://dataport.emma.msrb.org>. The continuing disclosure documents, which include annual financial statements, operating data of the City and its related entity issuers and Event Notices (as defined in Section E below), will be posted to the EMMA website by the City's Disclosure Dissemination Agent, Digital

Assurance Certification, LLC (“DAC”), or its successor, upon the approval of the City’s Director of Finance.

D. Annual Reporting Date Requirements

The Director of Finance shall review the continuing disclosure undertaking (to the extent not otherwise exempt therefrom under the Rule) for each separate issue of the outstanding municipal securities of the City or its related entities and identify the following:

- (i) the date by which the Annual Report must be filed;
- (ii) the contents that need to be included in the Annual Report;
- (iii) the Event Notices that must be filed; and
- (iv) when Event Notices are required to be filed.

For a current list of the City’s debt issues, including those which are not subject to the Rule, please refer to the long-term debt notes found in the City’s most current Audited Financial Statements.

E. Event Notice Requirements

Unless otherwise specified, the City’s Director of Finance will be responsible for monitoring the occurrence of the events specified in this Section E, determining (if necessary) their materiality, and notifying the Dissemination Agent of the occurrence of a reportable event for further filing of a notice (each, an “Event Notice”) with the MSRB.

1. Event Notices for Debt Issued on or after February 27, 2019.

For any debt issues (subject to SEC Rule 15c2-12) issued on or after February 27, 2019, notice of the following events would need to be provided to the City’s Disclosure Dissemination Agent, for further filing with the MSRB, *within ten (10) business days of their occurrence*.

- Any of the 14 types of events listed in Section E.2. below.
- Incurrence of a financial obligation of the obligated person (i.e., City or a related entity of the City), if material, or agreement to covenants, events of default, remedies, priority rights or other similar terms of a financial obligation, any of which affect the security holders, if material.
- Default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the obligated person (i.e., City or a related entity of the City), any of which reflect financial difficulties.

For purposes of the foregoing, “financial obligation” means (i) a debt obligation (including a lease entered into as a vehicle to borrow money, but excluding ordinary financial and operating liabilities incurred in the normal course of business), (ii) a derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (iii) a guarantee of (i) or (ii); provided, the term “financial obligations” shall not include (a) municipal securities as to which a final official statement has been posted on the EMMA website in accordance with the Rule, and (b) monetary obligations resulting from a judicial, administrative, or arbitration proceeding.

In connection with the events described in the last two bullet points above (which relate to amendments to the Rule adopted by the SEC in 2018), for any new continuing disclosure undertaking executed on or after February 27, 2019 with respect to a debt issue (the “Debt”), the Director of Finance shall, before the Debt issuance date, review the City’s financial records and create a list (each, a “Financial Obligations List”) of the existing financial obligations (as such term is defined in the Rule) at such time of the City and its related entities. The Financial Obligations List will generally include those financial obligations identified in the long-term debt notes (and which remain outstanding at the time) found in the City’s most current Audited Financial Statements, as well as any additional financial obligations incurred since the date of such Audited Financial Statements. The Financial Obligations list shall be updated continuously during the term of such Debt, and in connection with each update, the Director of Finance shall make the determination described in the following paragraph.

Whenever the City prepares to enter into a new financial obligation or modify the terms of an existing financial obligation, the Director of Finance shall determine whether the incurrence of such financial obligation or modification of terms would require an Event Notice under any continuing disclosure undertaking for Debt issued on or after February 27, 2019. If a determination is made that an Event Notice would be required, the Director of Finance, in consultation with legal counsel, shall cause the Event Notice to be filed on a timely basis.

2. Event Notices for Debt Issued before February 27, 2019 and on or after December 1, 2010.

For any debt issues (subject to SEC Rule 15c2-12) issued before February 27, 2019 and on or after December 1, 2010, notice of the following events would need to be provided to the City’s Disclosure Dissemination Agent, for further filing with the MSRB, *within ten (10) business days of their occurrence.*

- Principal and interest payment delinquencies
- Non-payment related defaults, if material

- Unscheduled draws on debt service reserves reflecting financial difficulty
- Unscheduled draws on credit enhancements reflecting financial difficulty
- Substitution of credit or liquidity providers, or their failure to perform
- Adverse tax opinions, the issuance by the IRS of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701 TEB) or other material notices or determinations with respect to the tax status of the security or other material events affecting the tax status of the security
- Modifications to rights of security holders, if material
- Bond calls, if material, and tender offers
- Defeasances
- Release, substitution, or sale of property securing repayment of the securities, if material
- Rating changes
- Bankruptcy, insolvency, receivership or similar event of the obligated person (i.e., City or a related entity of the City).
- The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material
- Appointment of a successor or additional trustee or the change of name of a trustee, if material.

3. Event Notices for Debt Issued prior to December 1, 2010.

For any debt issues (subject to SEC Rule 15c2-12) issued prior to December 1, 2010, notice of the following events, *if determined to be material*, would need to be provided to the City's Disclosure Dissemination Agent, for further filing with the MSRB, "in a timely manner."

- Principal and interest payment delinquencies
- Non-payment related defaults
- Unscheduled draws on debt service reserves reflecting financial difficulty
- Unscheduled draws on credit enhancements reflecting financial difficulty
- Substitution of credit or liquidity providers, or their failure to perform
- Adverse tax opinions or events affecting the tax-exempt status of the security
- Modifications to rights of security holders
- Bond calls
- Defeasances

- Release, substitution, or sale of property securing repayment of the securities
 - Rating changes
4. Notices of Failure to File. In addition, the City's Director of Finance will be responsible for providing notice, in a timely manner, of a failure by the City or other obligated related entity, as applicable, to provide any of the required annual financial information by the date specified in the continuing disclosure undertaking.

F. Voluntary Disclosure Requirements

In addition to preparing annual reports and Event Notices, the City may wish to keep investors informed by providing information that is not required to be provided under its continuing disclosure undertakings entered into in furtherance of the Rule. Examples of such types of information are investments, interim financial information, capital improvement plans, fund balance policies, etc. and financial forecasts.

Because providing this information is voluntary, the City Manager will monitor events which may impact the City, so that a determination can be made by the DWG, in consultation with the City's legal counsel, if the event should be disclosed.

Information provided to potential or present owners of municipal securities is subject to federal securities laws, regulations and standards. Therefore, all proposed voluntary disclosure notices will be subject to legal review prior to any dissemination.

Evidence of the filings for any of the Event Notices described in Section E of this Policy or any voluntary disclosed notice described in this Section F, when made, shall be maintained on the DAC system, for so long as DAC is the City's Disclosure Dissemination Agent.

The City does not maintain an "Investor Relations" website.

G. Interim Disclosure Requirements

Currently, the City is not required to file interim financial information. In the future, if such filings are required in continuing disclosure undertakings, the City's Director of Finance will notify the Disclosure Dissemination Agent for assistance when these filings become necessary.

H. Training for Employees and Issuer Officials

For City officials, compliance with federal securities law should be considered as important as compliance with local public meetings and records laws. Periodic review of the

continuing disclosure policies of the City will be in compliance with the City's financial policy.

I. Effective Date

This Amended and Restated Policy shall become effective immediately upon its approval by the City Council.

RESOLUTION NO. 19-1900

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF AGOURA HILLS, CALIFORNIA, ADOPTING AN UPDATED LOCAL DEBT POLICY

WHEREAS, on June 28, 2017, the City Council reviewed and adopted the City of Agoura Hill's Local Debt Policy in furtherance of the objectives and requirements added to Section 8855 of the California Government Code ("Section 8855") by Senate Bill No. 1029 ("SB 1029"), effective January 1, 2017, regarding information that must be reported to the California Debt and Investment Advisory Commission ("CDIAC") in connection with the issuance of bonds or other financing obligations (collectively, "Local Debt"); and

WHEREAS, the City or its related entities (such as the Agoura Hills Public Financing Authority or the Successor Agency to the City of Agoura Hills Redevelopment Agency) has issued, and may also in the future issue, Local Debt subject to the reporting requirements of Section 8855; and

WHEREAS, in August 2018, the U.S. Securities and Exchange Commission (SEC) adopted amendments to its Rule 15c2-12, promulgated under the Securities Exchange Act of 1934, that expand the continuing disclosure requirements applicable to Local Debt issued in a public offering on or after February 27, 2019; and

WHEREAS, a staff report has been presented to the City Council requesting amendment of the Local Debt Policy (the "Updated Policy") to address the 2018 amendments to SEC Rule 15c2-12 and make certain other clarifying changes; and

WHEREAS, the proposed Updated Policy is set forth in Exhibit A hereto;

NOW, THEREFORE, THE CITY COUNCIL OF THE CITY OF AGOURA HILLS, CALIFORNIA DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. The above recitals, and each of them, are true and correct.

Section 2. The Updated Policy, as set forth in Exhibit A, is hereby approved and adopted and shall be made applicable to all Local Debt issued by or on behalf of the City and its related entities (such as the Agoura Hills Public Financing Authority or the Successor Agency to the City of Agoura Hills Redevelopment Agency). This Updated Policy is intended to supersede and to replace in its entirety the original Local Debt Policy adopted on June 28, 2017.

Section 3. The City Manager, the City Treasurer, the Director of Finance, and all other officers of the City are hereby authorized and directed, jointly and severally, to do any and all things to effectuate the purposes of this Resolution and to implement the Updated Policy, and any such actions previously taken by such officers are hereby ratified and confirmed.

Section 4. This Resolution shall take effect immediately upon adoption.

PASSED, APPROVED, and ADOPTED this 26th day of June, 2019 by the following vote to wit:

AYES: ()
NOES: ()
ABSTAIN: ()
ABSENT: ()

Linda Northrup, Mayor

ATTEST:

Kimberly M. Rodrigues, City Clerk

EXHIBIT A

CITY OF AGOURA HILLS, CALIFORNIA LOCAL DEBT POLICY

Updated as of June 26, 2019
Resolution No. 19-1900

A. PURPOSE

The purpose of this Local Debt Policy (this "Policy") is to establish guidelines and parameters for the effective governance, management and administration of debt and other financing obligations issued by the City and its related entities (such as the Agoura Hills Public Financing Authority or the Successor Agency to the City of Agoura Hills Redevelopment Agency).

As used in this Policy, "City" shall mean the City and/or the City and its related entities, as the context may require. As used in this Policy, "debt" shall be interpreted broadly to mean bonds, notes, certificates of participation, financing leases, or other financing obligations, but the use of such term in this Policy shall be solely for convenience and shall not be interpreted to characterize any such obligation as an indebtedness or debt within the meaning of any statutory or constitutional debt limitation where the substance and terms of the obligation fall within exceptions to such legal limitation.

B. BACKGROUND

The City and its related entities are committed to fiscal sustainability by employing long-term financial planning efforts, maintaining appropriate reserves levels and employing prudent practices in governance, management, budget administration and financial reporting.

Debt levels and their related annual costs are important long-term obligations that must be managed within available resources. A disciplined thoughtful approach to debt management includes policies that provide guidelines for the City and its related entities to manage their collective debt program in line with those resources. Therefore, the objective of this policy is to provide written guidelines and restrictions concerning the amount and type of debt and other financing obligations issued by the City and its related entities and the ongoing management of the debt portfolio.

This Policy is intended to improve the quality of decisions, assist with the determination of the structure of debt issuance, identify policy goals, and demonstrate a commitment to long-term financial planning, including a multi-year capital plan. Adherence to a local debt policy signals to rating agencies and the capital markets that a government is well managed and should meet its obligations in a timely manner.

C. CONDITIONS AND PURPOSES OF DEBT ISSUANCE

1. Acceptable Conditions for the Use of Debt

The City believes that prudent amounts of debt can be an equitable and cost-effective means of financing major infrastructure and capital asset and project needs of the City. Debt will be considered to finance such projects if:

- a) The capital asset or project has been, or will be, included in the City's capital improvement plan or has otherwise been coordinated with the City's planning goals and objectives.
- b) The capital asset or project can be financed with debt not exceeding the term specified in Section E.1. of this Policy, to assure that long-term debt is not issued to finance projects with a short useful life.
- c) It is the most cost-effective funding means available to the City, taking into account cash flow needs and other funding alternatives.
- d) It is fiscally prudent and meets the guidelines of this Policy. Any consideration of debt financing shall consider financial alternatives, including pay-as-you-go funding, proceeds derived from development or redevelopment of existing land and capital assets owned by the City, and use of existing or future cash reserves, or combinations thereof.

2. Acceptable Uses of Debt and Proceeds of Debt

The primary purpose of debt is to finance one of the following:

- a) The City will consider financing for the acquisition, substantial refurbishment, replacement, or expansion of capital assets, including land improvements, for the following purposes:
 - i. Acquisition and or improvement of land, right-of-way or long-term easements.
 - ii. Acquisition of a capital asset with a useful life of 3 or more years.
 - iii. Construction or reconstruction of a facility.
 - iv. Although not the primary purpose of the financing effort, project reimbursables that include project planning design, engineering and other preconstruction efforts; project-associated furniture fixtures and equipment; capitalized interest, original issue discount, underwriter's discount, and other costs of issuance.

- b) Refunding, refinancing, or restructuring debt (including without limitation the refinancing or advance funding of City pension obligations), subject to refunding objectives and parameters discussed in Section G.
- c) In the event of temporary shortfalls in cash flow for City operation costs due to timing of receipt of revenues and the lack of cash on hand to cover the temporary deficit, the City may consider interim or cash flow financing, such as anticipation notes. In compliance with applicable state law, any such notes shall be payable either (i) not later than the last day of the fiscal year in which it is issued, or (ii) during the fiscal year succeeding the fiscal year in which issued, but in no event later than 15 months after the date of issue, and only if such note is payable only from revenue received or accrued during the fiscal year in which it was issued.

3. Prohibited Uses of Debt and Proceeds of Debt

Prohibited uses of debt include the following:

- a) Financing of operating costs, except for anticipation notes satisfying the criteria set forth in Section C.2.c.
- b) Debt issuance used to address budgetary deficits, except for funding temporary shortfall as provided in Section C.2.c.
- c) Debt issued for which the term of the debt exceeds the term specified in Section E.1. of this Policy.

4. Internal Control Procedures Concerning Use of Proceeds of Debt

One of the City's priorities in the management of debt is to assure that the proceeds of the debt will be directed to the intended use for which the debt has been issued. In furtherance of this priority, the following procedures shall apply:

- a) The Director of Finance shall retain, for the applicable period specified in Section H.4. of this Policy, a copy of each annual report filed with the California Debt and Investment Advisory Commission (CDIAC) pursuant to Section 8855(k) of the California Government Code concerning (1) debt authorized during the applicable reporting period (whether issued or not), (2) debt outstanding during the reporting period, and (3) the use during the reporting period of proceeds of issued debt.
- b) In connection with the preparation of each annual report to be filed with CDIAC pursuant to Section 8855(k) of the California Government Code, the Director of Finance or the designee of the

Director of Finance shall keep a record of the original intended use for which the debt has been issued, and indicate whether the proceeds spent during the applicable one-year reporting period for such annual report comport with the intended use (at the time of original issuance or as modified pursuant to the following sentence). If a change in intended use has been authorized subsequent to the original issuance of the debt, the Director of Finance or the designee of the Director of Finance shall indicate in the record when the change in use was authorized and whether the City Council, City Manager, or another City official has authorized the change in intended use. The Director of Finance shall report apparent deviations from the intended use in debt proceeds to the City Manager for further discussion, and if the City Manager determines appropriate in consultation with legal counsel (which may be bond counsel, if applicable, or the City Attorney), to the City Council.

- c) If the debt has been issued to finance a capital project and the project timeline or scope of project has changed in a way that all or a portion of the debt proceeds cannot be expended on the original project, the Director of Finance shall consult with the City Manager and legal counsel (which may be bond counsel, if applicable, or the City Attorney) as to available alternatives for the expenditure of the remaining debt proceeds (including prepayment of the debt). After such consultation, the Director of Finance shall seek the direction of the City Council as to an alternative for the expenditure or use of such remaining debt proceeds.

D. TYPES OF FINANCING INSTRUMENTS; AFFORDABILITY AND PLANNING POLICIES

The City recognizes that there are numerous types of financing structures and funding sources available, each with specific benefits, risks, and costs. All potential funding sources are reviewed by management within the context of this Policy and the overall portfolio to ensure that any financial product or structure is consistent with the City's objectives. Regardless of what financing structure(s) is utilized, due diligence review must be performed for each transaction, including the quantification of potential risks and benefits, and analysis of the impact on City creditworthiness and debt affordability and capacity.

Prior to the issuance of debt or other financing obligations to finance a project, the City will carefully consider the overall long-term affordability of the proposed debt issuance. The City shall not assume more debt or other financing obligations without conducting an objective analysis of the City's ability to assume and support additional debt service payments. The City will consider its long-term revenue and expenditure trends, the impact on operational flexibility and the overall debt burden on the taxpayers. The evaluation process shall include a review of generally accepted measures of affordability and will strive to achieve and or maintain debt levels consistent with its current operating and capital needs.

1. **General Fund-Supported Debt** – General Fund Supported Debt generally include Certificates of Participation (COPs) and Lease Revenue Bonds (LRBs) that are lease obligations that are secured by a lease-back arrangement between the City and another public entity. The general operating revenues of the City pay the lease payments, which are, in turn, used and typically pledged to pay debt service on the bonds or Certificates of Participation.

General Fund Supported Debt may also include bonds issued to refund obligations imposed by law, such as judgments (judgment obligation bonds (JOBs)) or unfunded accrued actuarial liabilities for pension plans (pension obligation bonds (POBs)).

Without limiting the foregoing, the City also may enter into operating leases and lease-purchase agreements for equipment or other capital assets meeting the criteria of this Policy on an as-needed basis.

Payments to be made under valid leases are payable only in the year in which use and occupancy of the leased property is available, and lease payments may not be accelerated as a default remedy. Lease financing requires the fair market rental value of the leased property to be equal to or greater than the required debt service or lease payment schedule. The lessee (City) is obligated to include in its Annual Budget and appropriate the rental payments that are due and payable during each fiscal year the lessee has use of the leased property.

These obligations do not constitute indebtedness under the state constitutional debt limitation and, therefore, are not subject to voter approval.

The City should strive to maintain its net General Fund-backed annual debt service at or less than 10% of General Fund annually budgeted revenue; and in no case should they exceed 15%. Future direct debt will not exceed 2% of assessed valuation. This ratio is defined as the City's annual debt service requirements on General Fund Supported Debt (including, but not limited to, COPs, LRBs, JOBs, and POBs) compared to total annual General Fund Revenues net of interfund transfers.

2. **Revenue Bonds** – Long-term obligations payable solely from specific special fund sources, in general, are not subject to a debt limitation. Examples of such long-term obligations include those which are payable from a special fund consisting of restricted revenues or user fees (Enterprise Revenues) and revenues derived from the system of which the project being funded is a part.

In determining the affordability of proposed revenue bonds, the City will perform an analysis comparing projected annual net revenues (exclusive of depreciation which is a non-cash related expense) to estimated annual

debt service. The City should strive to maintain an annual coverage ratio of 110% (or such higher coverage ratio included in the City's existing financing documents), using historical and/or projected net revenues to cover annual debt service for bonds. To the extent necessary, the City shall undertake proceedings for a rate increase to cover both operations and debt service costs, and create debt service reserve funds to maintain the required coverage ratio.

3. **Special Districts Financing** – The City's special districts primarily consist of Community Facilities Districts (CFDs) and 1913/1915 Act Assessment Districts (Assessment Districts). The City will consider requests for special district formation and debt issuance when such requests address a public need or provide a public benefit. Each application will be considered on a case by case basis, and the Finance Department may not recommend a financing if it is determined that the financing could be detrimental to the debt position or the best interests of the City.
4. **General Obligation Bonds** – Notwithstanding their name, General Obligation Bonds are not general obligations of the City, but instead they are payable from and secured by a dedicated, voter-approved property tax override rate (*i.e.*, a property tax in excess of the 1% basic *ad valorem* property tax rate which has received the approving two-thirds vote of the City's electorate). While the dedicated revenue stream to repay the debt makes General Obligation Bonds an attractive option, additional considerations for this financing mechanism include the time and expense of an election, the possibility that the electorate will not approve the ballot measure, and the legal bonding capacity limit (for general law cities, 3.75% of the assessed value of all taxable property within the City).
5. **Tax Increment Financing** – Tax Increment Financing is ~~payable from and secured by a~~ financing method whereby a portion of *ad valorem* property taxes (commonly called "tax increment") is allocated to a successor agency to redevelopment agency (Successor Agency), an enhanced infrastructure financing district (EIFD), ~~–~~a community revitalization and investment authority (CRIA), or an infrastructure and revitalization financing district (IRFD), and the entity is permitted to incur debt payable from and secured by the tax increment revenues. While tax increment debt for redevelopment agencies and Successor Agencies is entitled to the benefits of Article XVI, Section 16, of the California Constitution, no similar provision exists for EIFDs, CRIAs or IRFDs at the time of adoption of this Policy. Therefore, when considering EIFD CRIA or IRFD financing, or other types of tax increment financing that may be permitted by law in the future, debt limit concerns should be analyzed with respect to the proposed structure and taken into account in determining the practical viability of the proposed financing.
6. **Conduit Debt** – Conduit financing provides for the issuance of securities by a government agency to finance a project of a third party, such as a non-

profit organization or other private entity. The City may sponsor conduit financings for those activities that have a general public purpose and are consistent with the City's overall service and policy objectives. Unless a compelling public policy rationale exists, such conduit financings will not in any way pledge the City's faith and credit.

E. STRUCTURE OF DEBT

1. **Term of Debt** –The term of a bond issue is not-to-exceed the economic life of the facilities or projects to be financed, unless specific circumstances exist that would mitigate the extension of time to repay the debt and it would not cause the City to violate any covenants to maintain the tax-exempt status of such debt, if applicable.
2. **Rapidity of Debt Payment; Level Payment** – To the extent practical, bonds will be amortized on a level repayment basis, and revenue bonds will be amortized on a level repayment basis considering the forecasted available pledged revenues to achieve the lowest rates possible. Bond repayments should not increase on an annual basis in excess of 2% without a dedicated and supporting revenue funding stream.

Accelerated repayment schedules reduce debt burden faster and reduce total borrowing costs. The Finance Department will amortize debt through the most financially advantageous debt structure and to the extent possible, match the City's projected cash flow to the anticipated debt service payments. "Backloading" of debt service will be considered only when one or more of the following occur:

- a) Natural disasters or extraordinary or unanticipated external factors make payments on the debt in early years prohibitive.
 - b) The benefits derived from the debt issuance can clearly be demonstrated to be greater in the future than in the present.
 - c) Such structuring is beneficial to the City's aggregate overall debt payment schedule or achieves measurable interest savings.
 - d) Such structuring will allow debt service to more closely match projected revenues, whether due to lower project revenues during the early years of the project's operation, inflation escalators in the enterprise user rates, or other quantifiable reasons.
3. **Serial Bonds, Term Bonds, and Capital Appreciation Bonds** – For each issuance, the City will select serial bonds or term bonds, or both. On the occasions where circumstances warrant, Capital Appreciation Bonds (CABs) may be used. The decision to use term, serial, or CAB bonds is driven based on market conditions.

4. **Reserve Funds** – To the extent a reserve fund provides an economic benefit that offsets the cost of funding the reserve fund, as determined by the Director of Finance in consultation with the City's municipal advisor and, if applicable, the underwriter for the bonds, the City may fund a reserve fund for the proposed bonds (in cash or through the purchase of a debt service reserve surety bond or insurance policy), up to the maximum amount permitted by applicable law or regulation. Typically, this amount is equal to the least of (i) maximum annual debt service on the bonds, (ii) 10% of the principal amount of the bonds (or 10% of the sale proceeds of the bonds, within the meaning of Section 148 of the federal Internal Revenue Code), or (iii) 125% of average annual debt service on the bonds.

F. USE OF ALTERNATIVE DEBT INSTRUMENTS

Alternative debt instruments and financing structures sometimes can provide a lower cost of borrowing in the short run, but may involve greater medium-term or long-term risk. Due diligence review must be performed for each transaction, including the quantification of potential risks and benefits, analysis of the impact on City creditworthiness and debt affordability and capacity, and an evaluation of the ability of the City to withstand the medium-term or long-term risk attendant to alternative debt instruments, including the feasibility of exit strategies.

1. Variable Rate Debt

Variable rate debt affords the City the potential to achieve a lower cost debt depending on market conditions. However, the City will seek to limit the use of variable-rate debt due to the potential risks of such instruments.

a) Purpose

The City shall consider the use of variable rate debt for the purposes of:

- i. Reducing the costs of debt issues.
- ii. Increasing flexibility for accelerating principal repayment and amortization.
- iii. Enhancing the management of assets and liabilities (matching short-term "priced debt" with the City's short-term investments).

b) Considerations and Limitations on Variable-Rate Debt

The City may consider the use of all alternative structures and modes of variable rate debt to the extent permissible under State law and will make determinations among different types of modes of variable rate debt based on cost, benefit, and risk factors. The

Director of Finance shall consider the following factors in considering whether to utilize variable rate debt:

- i. Any variable rate debt should not exceed 20% of total City General Fund supported debt.
- ii. Any variable rate debt should be fully hedged by expected future capital fund reserves or unrestricted General Fund reserve levels.
- iii. Whether interest cost and market conditions (including the shape of the yield curves and relative value considerations) are unfavorable for issuing fixed rate debt.
- iv. The likelihood of projected debt service savings when comparing the cost of fixed rate bonds.
- v. Costs, implementation and administration are quantified and considered.
- vi. Cost and availability of liquidity facilities (lines of credit necessary for variable rate debt obligations and commercial paper in the event that the bonds are not successfully remarketed) are quantified and considered.
- vii. Whether the ability to convert debt to another mode (daily, monthly, fixed) or redeem at par at any time is permitted.
- viii. Cost and availability of derivative products to hedge interest rate risk.
- ix. The findings of a thorough risk management assessment.

c) Risk Management

Any issuance of variable rate debt shall require a rigorous risk assessment, including, but not limited to factors discussed in this section. Variable rate debt subjects the City to additional financial risks (relative to fixed rate bonds), including interest rate risk, tax risk, and certain risks related to providing liquidity for certain types of variable rate debt.

The City will properly manage the risks as follows:

- i. ***Interest Rate Risk and Tax Risk*** – The risk that market interest rates increase on variable-rate debt because of market conditions, changes in taxation of municipal bond interest, or reductions in tax rates. Mitigation – Limit total variable rate exposure per the defined limits, match the

variable rate liabilities with short term assets, and/or purchase appropriate derivative products to hedge against the risk (see also Section F.2 below).

- ii. ***Liquidity/Remarketing Risk*** – The risk that holders of variable rate bonds exercise their “put” option, tender their bonds, and the bonds cannot be remarketed requiring the bond liquidity facility provider to repurchase the bonds. This will result in the City paying a higher rate of interest to the facility provider and the potential rapid amortization of the repurchased bonds. Mitigation - Limit total direct variable-rate exposure. Seek liquidity facilities which allow for longer (5-10 years) amortization of any draws on the facility. Endeavor to secure credit support facilities that result in bond ratings of the highest short-term ratings and long-term ratings not less than AA. If the City’s bonds are downgraded below these levels (or such other rating levels as provided in the applicable financing documents) as a result of the facility provider’s ratings, a replacement provider shall be sought.
- iii. ***Liquidity/Rollover Risk*** – The risk that arises due to the shorter term of most liquidity provider agreements (1-5 years) relative to the longer-term amortization schedule of the City’s variable-rate bonds. Liquidity and rollover risk includes the following risks: (1) the City may incur higher renewal fees when renewal agreements are negotiated, and (2) the liquidity bank market may constrict such that it is difficult to secure third party liquidity at any interest rate. Mitigation – Negotiate longer terms on provider contracts to minimize the number of rollovers.

G. REFUNDING GUIDELINES

The Director of Finance shall monitor at least annually all outstanding City debt obligations for potential refinancing opportunities. The City will consider refinancing of outstanding debt to achieve annual savings or to refinance a bullet payment or spike in debt service. Except for instances in which a bullet payment or spike in debt service is being refinanced, absent a compelling economic reason or financial benefit to the City, any refinancing should not result in an increase to the weighted average life of the refinanced debt.

Except for instances in which a bullet payment or spike in debt service is being refinanced, the City will generally seek to achieve debt service savings which, on a net present value basis, are at least 3% of the debt being refinanced. The net present value assessment shall factor in all costs, including issuance, escrow, and foregone interest earnings of any contributed funds on hand. Any potential refinancing shall additionally consider whether an alternative refinancing opportunity with higher savings is reasonably expected in the future. Refundings which produce a net present value savings of less than 3% will be

considered on a case-by-case basis. Notwithstanding the foregoing, a refunding of former Redevelopment Agency or Successor Agency bonds shall be determined based on the requirements of Health and Safety Code Section 34177.5.

H. MARKET COMMUNICATION, ADMINISTRATION, AND REPORTING

- 1. Rating Agency Relations and Annual or Ongoing Surveillance** – The Director of Finance shall be responsible for maintaining the City's relationships with the major rating agencies that rate the City's bond issues (such as S&P Global Ratings, Fitch Ratings and Moody's Investor's Service.). These agencies' rating criteria often change, and the City cannot control the decisions made by any rating agency. However, for each debt issue that the City will seek a rating assignment, the City will strive to obtain and maintain the highest possible underlying or uninsured rating consistent with its current operating and capital needs. In addition to general communication, the Director of Finance shall:
 - a) Ensure the rating agencies are provided updated financial statements of the City as they become publically available.
 - b) Communicate with credit analysts at each agency at least once each year, or as may be requested by the agencies.
 - c) Prior to each proposed new debt issuance, schedule meetings or conference calls with agency analysts and provide a thorough update on the City's financial position, including the impacts of the proposed debt issuance.
- 2. Council Communication** – The Director of Finance should report feedback from rating agencies, when and if available, regarding the City's financial strengths and weaknesses and areas of concern relating to weaknesses as they pertain to maintaining the City's existing credit ratings.
- 3. Continuing Disclosure Compliance** – The City shall remain in compliance with its Municipal Securities Post-Issuance Disclosure Policy (the "Post-Issuance Disclosure Policy"), as amended from time to time, and Rule 15c2-12, promulgated by the Securities and Exchange Commission (SEC) under the Securities Exchange Act of 1934. Under the Post-Issuance Disclosure Policy, the Director of Finance is responsible to file or caused to be filed (to the extent required by the applicable continuing disclosure undertaking) its annual financial statements and other financial and operating data for the benefit of its bondholders within nine months of the close of the fiscal year, or by such other annual deadline required in any continuing disclosure agreement or certificate for any debt issue. Pursuant to the Post-Issuance Disclosure Policy, the Director of Finance shall also file or cause to be filed such notices of reportable events as required by each continuing disclosure undertaking ("Listed Event Notices") entered into in furtherance of Rule 15c2-12.

For any debt proposed to be issued by the City on or after February 27, 2019 that involves a continuing disclosure undertaking, the Director of Finance shall create, maintain and continuously update during the term of such debt a Financial Obligations List (as defined in the Post-Issuance Disclosure Policy) to facilitate compliance with amendments to Rule 15c2-12 adopted by the SEC in 2018 and the filing, if necessary, of a Listed Event Notice pursuant to the applicable continuing disclosure undertaking.

The City shall maintain a log or file evidencing that all continuing disclosure filings have been made promptly.

4. **Debt Issue Record-Keeping** – A copy of all debt-related records shall be retained at the City's offices. At minimum, these records shall include all official statements, bond legal documents/transcripts, resolutions, trustee statements, leases, and title reports for each City financing (to the extent available).

Such records shall be retained while any bonds of an issue are outstanding and during the six-year period following the final maturity or redemption of the bond issue or, if later, while any bonds that refund bonds of that original issue are outstanding and for the six-year period following the final maturity or redemption date of the latest refunding bond issue.

5. **Arbitrage Rebate** – The use of bond proceeds and their investments must be monitored to ensure compliance with all arbitrage rebate requirements of the Internal Revenue Code and related Internal Revenue Service regulations, in keeping with the covenants of the City and/or related entity in the tax certificate for any federally tax-exempt financing. The Director of Finance shall ensure that all bond proceeds and investments are tracked in a manner which facilitates accurate calculation; and, if a rebate payment is due, such payment is made in a timely manner.

I. CREDIT RATINGS

The City will consider published ratings agency guidelines regarding best financial practices and guidelines for structuring its capital funding and debt strategies to maintain the highest possible credit ratings consistent with its current operating and capital needs.

J. SB 1029 COMPLIANCE

Senate Bill 1029, signed by the State Governor on September 12, 2016, and enacted as Chapter 307, Statutes of 2016, requires issuers to adopt debt policies addressing each of the five items below:

- i. The purposes for which the debt proceeds may be used.*

Section C.1 (Acceptable Conditions for the Use of Debt), Section C.2 (Acceptable Uses of Debt and Proceeds of Debt), and Section C.3

(Prohibited Use of Debt and Proceeds of Debt) address the purposes for which debt proceeds may be used.

ii. The types of debt that may be issued.

Section C.2 (Acceptable Uses of Debt and Proceeds of Debt), Section D (Types of Financing Instruments; Affordable and Planning Policies), Section E (Structure of Debt) and Section F (Use of Alternative Debt Instruments) provide information regarding the types of debt that may be issued.

iii. The relationship of the debt to, and integration with, the issuer's capital improvement program or budget, if applicable.

Section C.1 (Acceptable Conditions for the Use of Debt) provides information regarding the relationship between the City's debt and Capital Improvement Program. Section D (Types of Financing Instruments; Affordability and Planning Policies) provides information regarding the relationship between certain types of debt and the City's budget.

iv. Policy goals related to the issuer's planning goals and objectives.

As described in Section B (Background), Section D (Types of Financing; Affordability and Planning Policies) and other sections, this Policy has been adopted to assist with the City's goal of maintaining fiscal sustainability and financial prudence.

v. The internal control procedures that the issuer has implemented, or will implement, to ensure that the proceeds of the proposed debt issuance will be directed to the intended use.

Section C.4 (Internal Control Procedures Concerning Use of Proceeds of Debt) provides information regarding the City's internal control procedures designed to ensure that the proceeds of its debt issues are spent as intended.